

**THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

IN RE:

**ATRIUM EXECUTIVE BUSINESS
CENTERS TOLLWAY, INC.**

DEBTOR

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**CASE NO. 02-43926-R
CHAPTER 7**

**TRUSTEE'S
FINAL REPORT AND PROPOSED DISTRIBUTION**

LINDA S. PAYNE, trustee of the estate of the above-named Debtor(s), certifies under penalty of perjury, to the Court and the United States Trustee, that the trustee has faithfully and properly fulfilled the duties of her office and that the trustee has examined all proofs of claims as appropriate under the proposed distribution, and that the proposed distribution, attached hereto, is proper, and consistent with the law and rules of court. The Trustee applies for the commissions and expenses set forth herein and states that they are reasonable and proper.

I hereby authorize the Office of the United States Trustee to file by electronic means this Trustee's Final Report, Application for Compensation and Report of Proposed Distribution on my behalf, and I agree and acknowledge that the designation of my signature on this document once filed, constitutes my valid signature for the purposes of 11 U.S.C. § 704(9) and Fed.R.Bankr.Pro.9011.

Therefore, the Trustee requests that the Final Report, Application for Compensation and Report of Proposed Distribution be approved.

Date: April 6, 2004

/s/ Linda Payne
Linda Payne, Trustee

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

IN RE:

**ATRIUM EXECUTIVE BUSINESS CENTERS
TOLLWAY, INC.**

DEBTOR

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**CASE NO. 02-43926-R
CHAPTER 7**

**TRUSTEE'S FINAL REPORT AND APPLICATION TO CLOSE CASE AND
DISCHARGE TRUSTEE**

The Trustee of the estate presents the following final report:

1. The Trustee applies for commissions and expenses set forth in Schedule A and states: That they are reasonable and proper; that in the course of the performance of duties, the Trustee has advanced moneys from personal funds for expenses, and the Trustee has not been reimbursed.
2. The Trustee submits Form I as a summary of the assets and an estate property record. Any property scheduled under 11 U.S.C. Sec. 521(1) and not administered shall be deemed abandoned pursuant to 11 U.S.C. Sec. 554 (c).
3. The Trustee has reduced all assets of this estate to cash or otherwise lawfully disposed of them and the estate is ready to be closed.
4. The Trustee submits Form II as the account of estate cash receipts and disbursements.
5. There is no agreement or understanding between the Trustee and any other person for a division of the compensation sought by this application except as permitted by the Bankruptcy Code.
6. The Trustee requests approval of this final report.
7. The trustee has examined each and every claim filed and noted her approval of claims as filed, or she has filed objections to allowance or requests for reclassification.
8. The Trustee further requests that after final distribution of all moneys in accordance with the Trustee's Report of Final Distribution, and upon filing of a Supplemental Final Report and Account and certification by the U. S. Trustee the trustee be discharged from office and that the case be closed.

I declare under penalty of perjury that this Report and attached Schedules are true and correct to the best of my knowledge and belief.

Dated: April 6, 2004

/s/ Linda Payne
Linda Payne, Trustee

SCHEDULE A-1

FINAL ACCOUNT AS OF: 04/6/04

A: Receipts	\$ 13,658.48
B. Disbursements	
1. Secured Creditors-----	
2. Administrative-----	
3. Priority-----	
4. Other-----	
Total disbursements-----	
C. Current Balance	\$ 13,658.48

Form 1

Individual Estate Property Record and Report
Asset Cases

Case Number: 02-43926 DRS
Case Name: ATRIUM EXECUTIVE BUSINESS CENTERS
DBA ATRIUM EXECUTIVE BUSINESS CENTER
Period Ending: 04/06/04

Trustee: (631540) LINDA S. PAYNE
Filed (f) or Converted (c): 08/26/02 (c)
\$341(a) Meeting Date: 10/21/02
Claims Bar Date: 07/03/03

Ref. #	Asset Description (Scheduled And Unscheduled (u) Property)	Petition/ Unscheduled Values	Estimated Net Value (Value Determined By Trustee, Less Liens, Exemptions, and Other Costs)	Property Abandoned OA=\$554(a) abandon. DA=\$554(c) abandon.	Sale/Funds Received by the Estate	Asset Fully Administered (FA)/ Gross Value of Remaining Assets
1	DIP ACCOUNT On schedules this was listed as bank account	13,590.96	13,590.96		13,590.96	FA
2	Lease of 16633 Dallas Parkway Broke lease -	Unknown	0.00	DA	0.00	FA
3	Accounts receivable Collected during 11.	4,409.74	0.00	DA	0.00	FA
4	Office equipment Furniture was leased or owned by other corporations.	Unknown	0.00	DA	0.00	FA
Int	INTEREST (u)	Unknown	N/A		67.52	Unknown
5	Assets	Totals (Excluding unknown values)	\$18,000.70	\$13,590.96	\$13,658.48	\$0.00

Major Activities Affecting Case Closing:
Initial Projected Date Of Final Report (TFR): December 1, 2003

Current Projected Date Of Final Report (TFR): March 31, 2004

Form 2

Cash Receipts And Disbursements Record

Case Number: 02-43926 DRS
 Case Name: ATRIUM EXECUTIVE BUSINESS CENTERS
 DBA ATRIUM EXECUTIVE BUSINESS CENTER
 Taxpayer ID #: 75-2816427
 Period Ending: 04/06/04

Trustee: LINDA S. PAYNE (631540)
 Bank Name: JPMORGAN CHASE BANK
 Account: 312-8897626-65 - Money Market Account
 Blanket Bond: \$300,000.00 (per case limit)
 Separate Bond: N/A

1 Trans. Date	2 {Ref #} / Check #	3 Paid To / Received From	4 Description of Transaction	T-Code	5 Receipts \$	6 Disbursements \$	7 Money Market Account Balance
10/02/02	{1}	Atrium Tollway	Close DIP Account	1129-000	13,590.94		13,590.94
10/02/02	{1}	Atrium	DIP Account	1129-000	13,590.96		27,181.90
10/02/02	{1}	Atrium	Recorded Incorrectly	1129-000	-13,590.94		13,590.96
10/31/02	Int	JPMORGAN CHASE BANK	Interest posting at 0.7500%	1270-000	6.98		13,597.94
11/29/02	Int	JPMORGAN CHASE BANK	Interest posting at 0.4300%	1270-000	5.64		13,603.58
12/31/02	Int	JPMORGAN CHASE BANK	Interest posting at 0.4300%	1270-000	4.97		13,608.55
01/31/03	Int	JPMORGAN CHASE BANK	Interest posting at 0.4300%	1270-000	4.97		13,613.52
02/28/03	Int	JPMORGAN CHASE BANK	Interest posting at 0.4300%	1270-000	4.49		13,618.01
03/31/03	Int	JPMORGAN CHASE BANK	Interest posting at 0.4000%	1270-000	4.76		13,622.77
04/30/03	Int	JPMORGAN CHASE BANK	Interest posting at 0.4000%	1270-000	4.48		13,627.25
05/30/03	Int	JPMORGAN CHASE BANK	Interest posting at 0.4000%	1270-000	4.63		13,631.88
06/30/03	Int	JPMORGAN CHASE BANK	Interest posting at 0.3000%	1270-000	3.77		13,635.65
07/31/03	Int	JPMORGAN CHASE BANK	Interest posting at 0.3000%	1270-000	3.47		13,639.12
08/29/03	Int	JPMORGAN CHASE BANK	Interest posting at 0.2500%	1270-000	2.90		13,642.02
09/30/03	Int	JPMORGAN CHASE BANK	Interest posting at 0.2500%	1270-000	2.80		13,644.82
10/31/03	Int	JPMORGAN CHASE BANK	Interest posting at 0.2000%	1270-000	2.62		13,647.44
11/28/03	Int	JPMORGAN CHASE BANK	Interest posting at 0.2000%	1270-000	2.24		13,649.68
12/31/03	Int	JPMORGAN CHASE BANK	Interest posting at 0.2000%	1270-000	2.32		13,652.00
01/30/04	Int	JPMORGAN CHASE BANK	Interest posting at 0.2000%	1270-000	2.31		13,654.31
02/27/04	Int	JPMORGAN CHASE BANK	Interest posting at 0.2000%	1270-000	2.16		13,656.47
03/30/04	Int	JPMORGAN CHASE BANK	Current Interest Rate is 0.1500%	1270-000	2.01		13,658.48
03/30/04		To Account #312889762666	Final Report	9999-000			13,658.48

Subtotals : \$13,658.48

\$13,658.48

{ Asset reference(s) }

Form 2

Cash Receipts And Disbursements Record

Case Number: 02-43926 DRS
 Case Name: ATRIUM EXECUTIVE BUSINESS CENTERS
 DBA ATRIUM EXECUTIVE BUSINESS CENTER
 Taxpayer ID #: 75-2816427
 Period Ending: 04/06/04

Trustee: LINDA S. PAYNE (631540)
 Bank Name: JPMORGAN CHASE BANK
 Account: 312-8897626-65 - Money Market Account
 Blanket Bond: \$300,000.00 (per case limit)
 Separate Bond: N/A

1 Trans. Date	2 {Ref #}/ Check #	3 Paid To / Received From	4 Description of Transaction	T-Code	5 Receipts \$	6 Disbursements \$	7 Money Market Account Balance
ACCOUNT TOTALS Less: Bank Transfers					13,658.48	13,658.48	\$0.00
Subtotal Less: Payments to Debtors					13,658.48	0.00	0.00
NET Receipts / Disbursements					\$13,658.48	\$0.00	

Form 2

Cash Receipts And Disbursements Record

Case Number: 02-43926 DRS
Case Name: ATRIUM EXECUTIVE BUSINESS CENTERS
 DBA ATRIUM EXECUTIVE BUSINESS CENTER
Taxpayer ID #: 75-2816427
Period Ending: 04/06/04

Trustee: LINDA S. PAYNE (631540)
Bank Name: JPMORGAN CHASE BANK
Account: 312-8897626-66 - Checking Account
Blanket Bond: \$300,000.00 (per case limit)
Separate Bond: N/A

1 Trans. Date	2 {Ref #}/ Check #	3 Paid To / Received From	4 Description of Transaction	T-Code	5 Receipts \$	6 Disbursements \$	7 Checking Account Balance
03/30/04		From Account #312889762665	Final Report	9999-000	13,658.48		13,658.48

ACCOUNT TOTALS
 Less: Bank Transfers 13,658.48
 Subtotal 0.00
 Less: Payments to Debtors 0.00
NET Receipts / Disbursements \$0.00

	Net Receipts	Net Disbursements	Account Balances
TOTAL - ALL ACCOUNTS	13,658.48	0.00	0.00
MMA # 312-8897626-65	0.00	0.00	13,658.48
Checking # 312-8897626-66	<u>\$13,658.48</u>	<u>\$0.00</u>	<u>\$13,658.48</u>

SCHEDULE B
APPLICATION FOR COMPENSATION

TRUSTEE COMPENSATION:

Total Receipts	\$13,658.48	25% of First \$5,000.00	\$ 1,250.00
Balance	\$ 8,658.48	10% of Next \$45,000.00	\$ 865.85
Balance	\$	of Next \$950,000.00	\$
Balance	\$ _____	3% of Remaining Balance	\$
TOTAL COMMISSIONS			\$ 2,115.85

UNREIMBURSED EXPENSES: (See attached breakdown)

Recording Fees-----	
Premium on bond-----	
Travel-----	241.50
Clerical & Stenographic-----	40.00
Copies-----	9.00
Postage-----	9.13
Court Certification-----	
Federal Express-----	

TOTAL UNREIMBURSED EXPENSES-\$299.63

RECORDS:

Trustee did not take possession of business or personal records of the debtor. ____X____

Trustee did take possession of business or personal records of the debtor. _____

Notice given to debtor on _____
to pick up business or personal records in
hands of trustee. If not picked up within
30 days such records or work files may be
destroyed. _____

Exhibit "A"
Expenses of ATRIUM

Travel:

Addison - Meet with debtor at location 220 miles
Addison - Meet with creditor at location 220 miles
Dallas - Meet with debtor, attorney and creditor in Howard Spector's office - 250 miles

690 miles @ 0.35 a mile = \$241.50

<u>Secretarial, Copies & Postage:</u>	<u>Copies</u>	<u>Postage</u>
Final Report (E filed) 1.00	20	
Supplemental Final Report (E filed) 1.00	16	5.18
Mail Checks and Statements to UST		3.95

Totals:
Travel = 690 Miles @ 0.35 per mile----- 241.50
Secretarial = 2.00 hrs @ \$20.00 per hour ----- 40.00
Copies = 36 @ \$0.25 each----- 9.00
Postage----- 9.13

TOTAL: \$299.63

**SCHEDULE C
EXPENSES OF ADMINISTRATION**

	AMOUNT CLAIMED	AMOUNT PAID	AMOUNT DUE
1. 11 U.S.C. Sec 507(a)(1) <u>Court Cost and Fees</u>			
A. Notice & Claim Fees \$			
B. Adv. filing fees			
C. Quarterly Chapt 11	250.00	0	250.00
2. 11 U.S.C. Sec 503(b)(1)(a) <u>Preservation of estate</u>			
A. Transportation			
B. Storage			
C. Wages			
D. Estates share FICA			
E. Insurance			
F. Other (itemize)			
G. Chapt 11 Trade Airborne Express	109.11	0	109.11
3. 11 U.S.C. Sec.503(b)(2) <u>Post-Petition Taxes and related penalties</u>			
4. 11 U.S.C. Sec.503(b)(2) <u>Compensation and Reimbursement</u>			
A. Trustee Fees	2,115.85	0	2,115.85
B. Trustee Expenses	299.63	0	299.63
C. Attorney to Trustee			
D. Expenses for Attorney To Trustee			
E. Attorney for Debtor			
F. Auctioneer Fees Auctioneer Expenses			
5. Other (Itemize)			
 TOTAL-----	 2,774.59	 0	 2,774.59

SCHEDULE D

SECURED CLAIMS

<u>Claim #</u>	<u>Claimant</u>	<u>Amount Claimed</u>	<u>Amount Not Determined</u>	<u>Amount Allowed</u>	<u>Previously Paid</u>	<u>Amount Due</u>
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Totals						\$ 0
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SCHEDULE E

**PRIORITY CLAIMS OTHER THAN ADMINISTRATIVE EXPENSES
IN THE FOLLOWING ORDER OF PRIORITY**

	(1) Claim No.	(2) Amt. Claimed	(3) Amt. Allowed	(4) Amt. Paid	(5) Amt. Due
1. For Credit Extended §364(e)(1)					
2. Claims from failure of adequate protection §307 (a)(b)					
3. "Gap Claims" §507 (a)(2)					
4. Wages, etc. §507 (a)(3)					
5. Contributions to benefit plans §507 (a)(4)					
6. Engaged in raising of grain or fisherman §507 (a)(5)					
7. Consumer deposits §507 (a)(6)					
Creative Resource Adv	9		500.00	ALL	0 ALL
LaCosta Data Solutions	11		500.00	ALL	0 ALL
Natl Breast Cancer Fdn	14		1,000.00	ALL	0 ALL
8. Alimony or child support §507 (a)(7)					
9. Taxes §507 (a)(8)					
IRS	2		3,225.42	ALL	0 ALL
Dallas County	12		2,695.33	ALL	0 ALL

TOTAL ALLOWED PRIORITY CLAIMS: \$ 7,920.75

TIMELY FILED ALLOWED UNSECURED CLAIMS TOTAL: \$761,093.04

Claims Distribution Register

Case: 02-43926 ATRIUM EXECUTIVE BUSINESS CENTERS

Claim #	Date	Pri	Claimant / Proof / <Category> / Memo	Amount Filed	Amount Allowed	Paid to Date	Claim Balance	Proposed Payment
Admin Ch. 7 Claims:								
	08/26/02	200	LINDA S. PAYNE 100 NORTH MAIN ST. PARIS, TX 75460 <2100-00 Trustee Compensation>	2,115.85	2,115.85	0.00	2,115.85	2,115.85
	08/26/02	200	LINDA S. PAYNE 100 NORTH MAIN ST. PARIS, TX 75460 <2200-00 Trustee Expenses>	299.63	299.63	0.00	299.63	299.63
	11/22/02	200	United States Trustee 110 N. College Ave., Room 300 Tyler, TX 75702 <2950-00 U.S. Trustee Quarterly Fees> Priority Description: Chapter 11 quarterly fees pursuant to Chapter 123 of 28 U.S.C. Remarks: 3rd quarter 2002 fees	250.00	250.00	0.00	250.00	250.00
Total for Priority 200: 100% Paid				\$2,665.48	\$2,665.48	\$0.00	\$2,665.48	\$2,665.48
Total for Admin Ch. 7 Claims:				\$2,665.48	\$2,665.48	\$0.00	\$2,665.48	\$2,665.48

Admin Ch. 11 Claims:

	07/26/02	300	Airborne Express P.O. Box 91001 Seattle, WA 98111 <6910-00 Trade Debt (Chapter 11)> Priority	109.11	109.11	0.00	109.11	109.11
Priority 300: 100% Paid								

Priority Claims:

2	08/01/02	570	I R S 55 N. Robinson Stop 5025 OKC Oklahoma City, OK 73102 <5800-00 Claims of Governmental Units--§ 507(a)(8)> Unsecured	3,225.42	3,225.42	0.00	3,225.42	3,225.42
12	04/30/03	570	Dallas County Michael W Deeds 2323 Bryan St Ste 1600 Dallas, TX 75201 <5800-00 Claims of Governmental Units--§ 507(a)(8)> Secured	2,695.33	2,695.33	0.00	2,695.33	2,695.33
Total for Priority 570: 100% Paid				\$5,920.75	\$5,920.75	\$0.00	\$5,920.75	\$5,920.75

Claims Distribution Register

Case: 02-43926 ATRIUM EXECUTIVE BUSINESS CENTERS

Claim #	Date	Pri	Claimant / Proof / <Category> / Memo	Amount Filed	Amount Allowed	Paid to Date	Claim Balance	Proposed Payment
9	04/16/03	580	Creative Resource Advertising Attn: Margie Smith 16633 Dallas Parkway Suite 600 Addison, TX 75001 <5600-00 Deposits--§ 507(a)(6)> Priority	500.00	500.00	0.00	500.00	500.00
11	04/28/03	580	LaCosta Data Solutions Attn: Diane & Mark Robinson 16633 Dallas Parkway Suite 600 Addison, TX 75001 <5600-00 Deposits--§ 507(a)(6)> Unsecured	500.00	500.00	0.00	500.00	500.00
14	07/03/03	580	National Breast Cancer Foundation Attn: Janelle Hail 16633 Dallas Parkway Suite 600 Addison, TX 75001 <5600-00 Deposits--§ 507(a)(6)> Unsecured	1,000.00	1,000.00	0.00	1,000.00	1,000.00
Total for Priority 580: 100% Paid				\$2,000.00	\$2,000.00	\$0.00	\$2,000.00	\$2,000.00
Total for Priority Claims:				\$7,920.75	\$7,920.75	\$0.00	\$7,920.75	\$7,920.75

Unsecured Claims:

1A	08/26/02	610	Airborne Express <7100-00 General Unsecured § 726(a)(2)>	522.61	522.61	0.00	522.61	2.03
3	09/27/02	610	Southwestern Bell Telephone Company Bankruptcy Department PO Box 981268 West Sacramento, CA 95798-1268 <7100-00 General Unsecured § 726(a)(2)> Unsecured	260.05	260.05	0.00	260.05	1.02
5	10/21/02	610	Verizon Directories Corp P O Box 5126 Timonium, Ma 21094 <7100-00 General Unsecured § 726(a)(2)> Unsecured	1,077.90	1,077.90	0.00	1,077.90	4.19
6	10/08/02	610	Interwest-Parkway Ltd. c/o Joyce Lindauer 12900 Preston Rd., Ste. 1050 Dallas, TX 75230 <7100-00 General Unsecured § 726(a)(2)> Unsecured	738,527.00	738,527.00	0.00	738,527.00	2,875.29

Claims Distribution Register

Case: 02-43926 ATRIUM EXECUTIVE BUSINESS CENTERS

Claim #	Date	Pri	Claimant / Proof / <Category> / Memo	Amount Filed	Amount Allowed	Paid to Date	Claim Balance	Proposed Payment
7	12/09/02	610	Sprint Communications 6360 Sprint Parkway Overland Park, KS 66251 <7100-00 General Unsecured § 726(a)(2)> Unsecured	18,303.17	18,303.17	0.00	18,303.17	71.26
8	04/15/03	610	Recognition Express P.O. Box 831514 Richardson, Te 75083-1514 <7100-00 General Unsecured § 726(a)(2)> Unsecured	257.34	257.34	0.00	257.34	1.00
10	04/17/03	610	Corporate Green P.O. Box 820725 Dallas, Te 75382-0725 <7100-00 General Unsecured § 726(a)(2)> Unsecured	218.66	218.66	0.00	218.66	0.85
13	07/03/03	610	Charter Furniture P.O. Box 796003 Dallas, Te 75379-6003 <7100-00 General Unsecured § 726(a)(2)> Unsecured	1,926.31	1,926.31	0.00	1,926.31	7.50
Total for Priority 610: 0.38933% Paid				\$761,093.04	\$761,093.04	\$0.00	\$761,093.04	\$2,963.14
Total for Unsecured Claims:				\$761,093.04	\$761,093.04	\$0.00	\$761,093.04	\$2,963.14
Total for Case :				\$771,788.38	\$771,788.38	\$0.00	\$771,788.38	\$13,658.48